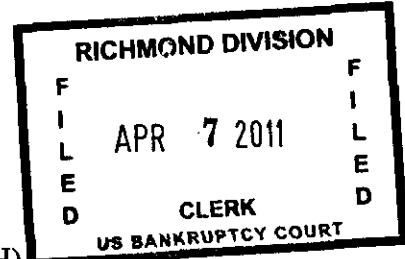


IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

In re: §  
CIRCUIT CITY STORES, INC., et al., § Chapter 11  
Debtors. § Case No 08-35653 (KRH)  
§ Jointly Administered



**RESPONSE AND REQUEST FOR HEARING TO LIQUIDATING TRUST'S FIRST  
OMNIBUS OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN  
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN  
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID  
CLAIMS, DISALLOWANCE OF CERTAIN LATE FILED CLAIMS,  
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

Capmark Finance, Inc. ("Capmark") hereby files its Response and Request for Hearing to Liquidating Trust's First Omnibus Objection To Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), and states as follows:

Proof of Claim 14363

1. Capmark filed its Motion for Allowance of Postpetition Obligations Under Expired Leases of Non-Residential Real Property on June 30, 2009 ("Claim 14363") in the amount of \$1,120,367.89.

2. With regard to proof of claim 14363 ("Claim 14363") Trustee states that:  
"Claim 14363 was not filed by landlord. Debtor is addressing 14346 with the landlord."

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Philip J. Meitl (VA Bar No. 73215)  
Bryan Cave LLP  
1155 F Street NW, Suite 700, Washington DC 20004  
(202) 508-6000 (phone)  
*Attorney for Capmark Finance Inc.*

3. Capmark filed the Motion for Allowance of Postpetition Obligations Under Expired Leases of Non-Residential Real Property on June 30, 2009. As stated in the Claim, Capmark is the assignee of leases by, and rents owing to, certain of the Debtor's property landlords (the "Landlords" as set forth in Exhibit A hereto.)

4. Circuit City rejected all the leases that are the subject of Claim 14363 and Capmark foreclosed on the majority of the properties.

5. Trustee for Debtors should not be addressing the prepetition claims for this property with the Landlords because most of the Properties were foreclosed on by Capmark and in any case the leases and rents were assigned to Capmark.

6. All of the Assignments provide that Capmark, as the assignee, is entitled to assert claims for the properties in question.

7. Accordingly, it is improper for Trustee for Debtors to deal with the landlord regarding the leases that are the subject of Claim 14363 and Capmark's Claim should survive in its entirety.

WHEREFORE, Capmark respectfully requests that the Court (a) overrule the Objection as it relates to the proof of claim 14363; (b) allow Claim 14363 as provided in Capmark's proof of claim; and (c) grant Capmark such other and further relief as this Court deems appropriate under the circumstances.

Dated: April 6, 2011

BRYAN CAVE LLP

By: /s/ Philip J. Meitl  
Philip J. Meitl (VA Bar No. 73215)  
Bryan Cave LLP  
1155 F Street NW, Suite 700,  
Washington DC 20004  
(202) 508-6000 (phone)  
*Attorney for Capmark Finance Inc.*

**CERTIFICATE OF SERVICE**

The undersigned hereby states that on the 6<sup>th</sup> day of April, 2011, a true and correct copy of the above foregoing instrument was sent to:

Clerk of the Bankruptcy Court  
United States Bankruptcy Court  
701 East Broad Street-Room 4000  
Richmond, VA 23219

Jeffrey N. Pomerantz, Esq.  
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Richmond, Virginia 23219  
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/s/ Philip J. Meitl  
Philip J. Meitl

982003744	1001 Plymouth Rd., Minneapolis, Minnesota 55305	Pritchett, J. Reitz, L.L.C., as assigned from Circuit Investors 94-Oklahoma City Limited Partnership, a Texas Limited Partnership, LLC	3/31/2006	\$42,044.33	4.7	\$281,513.22	\$197,608.35	\$82,227.22
982003746	3624 Johnston Street, Lafayette, Louisiana 70503	CC Lafayette, LLC	3/31/2008	\$31,770.87	4.7	\$159,820.22	\$149,322.15	\$9,130.19
982003745	18701 E 39th St S., Independence, Missouri 64057	Circuit Investors 95 Montgomeryville LP, a Pennsylvania limited partnership	12/31/2008	\$33,324.87	1.7	\$56,851.94	\$56,851.94	
982003728	24244 Hwy 19, Clearwater, FL 32463		3/10/2009	\$40,894.81	4	\$122,984.43	\$163,978.24	\$36,340.67
982003741	9880 Joliet Rd, Country Side, IL 60525	CC Countryside 98 LLC	12/31/2008	\$53,526.87	1.7	\$80,985.32	\$80,985.34	\$18,718.51
11016739	2880 East Main, Cortland, New York 10526	Cordisal B, LLC, a New York limited liability company	3/31/2008	\$58,594.84	4.7	\$198,871.69	\$275,395.75	\$19,422.71
982005545	2600 SW 198th street, Lynnwood, Washington 98036	WECC 98D Lynnwood Investment Trust, a Delaware business trust	3/31/2009	\$55,591.87	3.8	\$212,863.56	\$211,248.35	\$15,908.68
982005546	4071 Miller Road, Flint, Michigan 8507	Daniell G. Kamlin First LLC, as assigned from WECC 98D Flint Investment Trust, a Delaware business trust	23-Feb-09	\$54,003.33	3.52	\$244,171.70	\$180,061.72	\$33,982.00
982005549	4335 West College Ave., Grand Chute, Wisconsin 54145	WECC 98D Appleton-1 Investment Trust and WECC 98D Appleton-2 Investment Trust	3/31/2009	\$39,708.33	4.7	\$159,729.62	\$165,620.15	\$23,033.82
982005326	24001 E Topa Road, Laguna Hills, California 92653	WECC 98D Laguna Investment Trust, a Delaware business trust	3/31/2009	\$69,388.87	4.7	\$281,104.77	\$328,467.35	\$44,132.22
982005547	3124 Vestal Parkway East, Vestal, New York 13850	WECC 98D Vestal Investment Trust, a Delaware business trust	3/31/2009	\$42,085.00	4.7	\$172,508.37	\$201,559.50	\$74,338.73
987004874	4800 28th St. SE, Kentwood, Michigan	Bond-Circuit V/II Delaware Business Trust, a Delaware business trust	3/31/2008	\$45,372.75	4.7	\$162,515.55	\$213,251.93	\$47,210.72
987004875	7320 Market St., Boardman, Ohio	Bond-Circuit V Delaware Business Trust	3/31/2009	\$43,798.95	4.7	\$178,194.68	\$205,855.07	\$28,652.04

987004877	3423 Clemmon Blvd, Anderson, South Carolina	Bond-Circle II Delaware Business Trust, 3/31/2009 a Delaware business trust	\$26,300.17	4.7	\$100,323.65	\$126,338.80	\$23,081.31
987004878	3475 William Penn Hwy, Wilkins Township, Pennsylvania 15146.	WM/AM/PL Business Trust, a Delaware business trust and WM/AM/PL Business Trust	3/10/2009	4	\$307,550.10	\$305,623.68	\$77,348.33
987004873	30300 Warren Road, Westland, Michigan 48185	WM/AM/PL Business Trust, a Delaware business trust and WM/AM/PL Business Trust	2/22/2009	3.52	\$233,210.13	\$233,115.52	\$40,821.73
	PAID IN FULL 1505 S. Colorado Blvd., Denver (Glenwood), Colorado 80222	CC - Investors 1997-4, a Delaware business trust	3/31/2009				
987004871	4433 US Route 14, Crystal Lake, Illinois	CC-Investors 1997-3	12/31/2008	\$42,740.00	1.7	\$72,224.00	\$72,651.00
982005551	4110 Atlanta Highway, Athens, Georgia	Kel-Athens, LLC, a Massachusetts limited liability company	12/31/2008	\$25,192.92	1.7	\$25,192.92	\$47,927.96
600070452	8480 Maryland Drive, Richmond, Virginia	2/28/2009					
987004872	8405 E. Kellogg Dr., Wichita, KS	1/1/2008	\$125,927.11	3.7	\$503,708.44	\$4,920.23	\$123,998.72
987004870	1001 Okeechobee Blvd., West Palm Beach, FL	3/31/2009	\$48,760.00	0	\$0.00	\$268,880.10	\$59,990.80
	TOTAL		\$3,765,698.06	\$3,909,728.10	\$52,404.71	\$763,321.16	\$60,809.88
			\$1,120,387.89				
	TOTAL ADMINISTRATIVE CLAIM						

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

In re: §  
§ Chapter 11  
CIRCUIT CITY STORES, INC., et al., §  
§ Case No 08-35653 (KRH)  
Debtors. §  
§ Jointly Administered

**CAPMARK FINANCE, INC.'S REQUEST FOR HEARING**

Capmark Finance, Inc. ("Capmark"), by and through its counsel Bryan Cave LLP, hereby files its Request for Hearing on its Response to Liquidating Trust's First Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Late Filed Claims, and Disallowance of Certain Late Filed Claims, And Disallowance of certain Amended Claims.) (the "Response")

Capmark filed the Response on April 6, 2011. As set forth in the Response, the objection to proof of claim 14363 should be denied and the claim should be allowed in its entirety.

WHEREFORE, Capmark Finance, Inc. respectfully requests the Court schedule a hearing on its Response for 2:00 p.m. on May 11, 2011 and grant such other and further relief as the Court deems just and proper.

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Philip J. Meitl (VA Bar No. 73215)  
Bryan Cave LLP  
1155 F Street NW, Suite 700, Washington DC 20004  
(202) 508-6000 (phone)  
*Attorney for Capmark Finance Inc.*

Dated this 6th day of April, 2011.

Respectfully submitted,

**BRYAN CAVE LLP**

By: P.J. Meitl (VA Bar No. 73215)  
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(202) 508-6043 (phone)  
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Attorney for Capmark, Inc.

**CERTIFICATE OF SERVICE**

I hereby certify that on April 6, 2011, a true and correct copy of the foregoing was served through the Court's ECF system to all parties consenting to service through same, and on all parties listed on the attached service list by overnight mail.

/s/Philip J. Meitl  
Philip J. Meitl